

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

| | | |
|----------------------------------|---|------------------------|
| In re: |) | Case No. 12-12020 (MG) |
| |) | |
| RESIDENTIAL CAPITAL, LLC, et al. |) | Chapter 11 |
| |) | |
| Debtors. |) | Jointly Administered |

**NOTICE OF INTENT TO PARTICIPATE IN
DISCOVERY RELATED TO PLAN CONFIRMATION**

NOTICE IS HEREBY GIVEN that The Bank of New York Mellon Trust Company, N.A. and The Bank of New York Mellon, each as trustee¹ and/or master servicer in respect of certain RMBS Trusts, represented by Dechert LLP and/or Dentons US LLP, have filed Claims Numbers 6772-6779 and 6757- 6767 (the “Claims”)² against one or more of the Debtors in the above-referenced chapter 11 cases (the “Chapter 11 Cases”) in liquidated and unliquidated amounts, as fully set forth in the Claims, and are parties-in-interest in the confirmation of a plan in the Chapter 11 Cases.

ACCORDINGLY, PLEASE TAKE FURTHER NOTICE that, subject to any objections by the Debtors or the Statutory Committee of Unsecured Creditors appointed in the Chapter 11 Cases and/or any limitations imposed by the Court, the above-named parties-in-interest and their counsel intend to participate in Plan Discovery, as defined in the Amended Order Establishing a Discovery Protocol in Connection with Discovery Relating to Plan Confirmation, entered by the Court on September 9, 2013 [Docket No. 4974].

¹ The term “trustee” refers to The Bank of New York Mellon Trust Company, N.A. and The Bank of New York Mellon acting in such capacities as trustee, indenture trustee, securities administrator, co-administrator, paying agent, grantor trustee and/or similar agency capacities.

² The Bank of New York Mellon Trust Company, N.A. and The Bank of New York Mellon have also filed Notice of Cure Claim of The Bank of New York Mellon Trust Company N.A., as Trustee [Docket No. 3456], Notice of Cure Claim of The Bank of New York Mellon as Trustee [Docket No. 3457], and Notice of Cure Claim of The Bank of New York Mellon Corporation as Master Servicer [Docket No. 3455].

Contact Information for Parties-in-Interest (address, phone and email):

The Bank of New York Mellon Trust Company, N.A.
Robert H. Major, Vice President
6525 West Campus Oval
New Albany, OH 43054
Telephone: (614) 775-8278
Email: robert.major@bnymellon.com

-and-

The Bank of New York Mellon
Gerard F. Facendola, Managing Director
101 Barclay Street; 8 West
New York, NY 10286
Telephone: (212) 815-2095
Email: gerard.facendola@bnymellon.com

Contact Information for Attorneys for Parties-in-Interest (address, phone and email);

DECHERT LLP
1095 Avenue of the Americas
New York, NY 10036-6797

Attn: Glenn E. Siegel
Telephone: (212) 698-3569
Email: glenn.siegel@dechert.com

Attn: Craig P. Druehl
Telephone: (212) 698-3601
Email: craig.druehl@dechert.com

Attn: Mauricio A. España
Telephone: (212) 698-3848
Email: mauricio.espana@dechert.com

Contact Information for Advisors for Parties-in-Interest (address, phone and email);

Duff & Phelps, LLC
55 East 52nd Street
New York, NY 10055
Attn: Allen Pfeiffer
Telephone: (212) 871-5543
Email: allen.pfeiffer@duffandphelps.com

Designation of Contact(s) to Receive Any Notice(s) Required Under the Order (address, phone and email):

DECHERT LLP
1095 Avenue of the Americas
New York, NY 10036-6797

Attn: Glenn E. Siegel
Telephone: (212) 698-3569
Email: glenn.siegel@dechert.com

Attn: Craig P. Druehl
Telephone: (212) 698-3601
Email: craig.druehl@dechert.com

Attn: Mauricio A. España
Telephone: (212) 698-3848
Email: mauricio.espana@dechert.com

Dated: September 16, 2013
New York, New York

DECHERT LLP
By: /s/ Glenn E. Siegel
Glenn E. Siegel
Craig P. Druehl
Mauricio A. España
1095 Avenue of the Americas
New York, New York 10036-6797
Telephone: (212) 698-3500
Facsimile: (212) 698-3599

*Counsel to The Bank of New York Mellon and
The Bank of New York Mellon Trust Company,
N.A., as Trustee of Certain Mortgage-Backed
Securities Trusts*